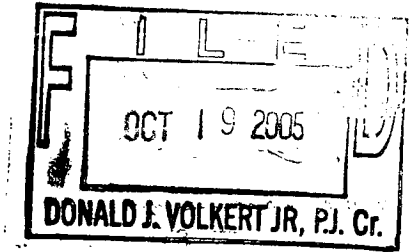


By: Anna M. Lascurain
Megan J. Harris
Deputy Attorneys General
(973) 648-3730



V.

Defendants.

Civil Action

PLAINTIFFS' SECOND ORDER TO
SHOW CAUSE WITH TEMPORARY
RESTRAINTS

This matter having been presented to the Court on the application of PETER C. HARVEY, Attorney General of New Jersey, and FRANKLIN L. WIDMANN, Chief of the New Jersey Bureau of Securities (the "Bureau") (collectively "plaintiffs"), (Deputy Attorneys General Anna Lascurain and Megan Harris appearing), pursuant to N.J.S.A. 49:3-69(a) and R. 4:52-1 and the Attorney General and Bureau alleging in Plaintiffs' First Amended Complaint, the attached Certification, and the attached Brief in support of plaintiffs' application that the securities defendants have engaged in, are engaging in, and will continue to engage in acts or practices declared to be illegal or prohibited by the Uniform Securities Law, N.J.S.A. 49:3-47, et seq. (the "Securities Law") and that the nominal defendant are holders in trust of certain illegal proceeds of those violations, and that plaintiffs are entitled to the relief sought against the nominal defendants, and the action being brought in a summary manner pursuant to R. 4:67-1 and N.J.S.A. 49:3-69(a)(2), and it appearing from the facts shown by certification, testimony, and exhibits that plaintiffs have made a prima facie showing that unlawful conduct has been committed, is being committed and/or is about to be committed, and that immediate and irreparable damage will result to plaintiffs before notice can be served or informally given, and a hearing be had, and for good cause shown;

IT IS on this 19th day of October, 2005, ORDERED:

1. Effective upon the entry of this Order to Show Cause, Yoshimi Morizono, Finca International Ltd., Schirion Ltd., Nordstrom Trading, Inc., Fulfill Holdings Ltd., Andres Maximino Sanchez, Raywell Overseas Ltd., Daniel Dalul, and Maria Dalul (collectively "the nominal defendants"), their officers, directors, employees, agents, and attorneys, and such are ordered to comply with the Securities Law, its rules and orders;

2. Effective upon the entry of this Order to Show Cause, certain assets being held and/or controlled by the nominal defendants will be temporarily frozen, to include the following:

- (a) \$912,301.01 of the assets in account number 16503H71 at Merrill Lynch Pierce Fenner and Smith ("Merrill Lynch") held in the name of nominal defendant Finca International Ltd.;
- (b) \$300,000 of the assets in account number 73807D16 at Merrill Lynch held in the name of nominal defendant Fulfill Holdings Ltd.;
- (c) \$150,000 of the assets in account number 73807W06 at Merrill Lynch held in the name of nominal defendant Nordstrom Trading; and
- (d) \$50,000 of the assets in account number 5FC10A14 at Merrill Lynch held in the name of nominal defendants Daniel and Maria Dalul.

3. Effective upon entry of this Order to Show Cause, all nominal defendants, their officers, directors, employees, agents, and attorneys, and such persons in active concert or participation with any of them, as receive actual notice of this Order, by personal service or otherwise, are restrained and enjoined from destroying or concealing any books, records and documents relating in any way to the business and affairs of the securities defendants and the nominal defendants, their successors, subsidiaries or affiliates;

4. That any person with actual or constructive notice of this Order who aids, abets, counsels, commands or instructs any person or entity to perform any act prohibited by this Order or otherwise to violate any provision of this Order shall be subject to punishment for violation of this Order.

IT IS FURTHER ORDERED:

5. That the nominal defendants show cause before the Honorable KENNETH S. LEVY, J.S.C., 153 Halsey Street, Newark, New Jersey, on the 30TH day of NOVEMBER, 2005 at 11:30 o'clock ~~AM~~ p.m., or as soon thereafter as counsel can be heard, why an order should not be entered:

6. Requiring the nominal defendants to disgorge any unlawful gains resulting from any sale or receipt of fees done in violation of the Securities Law, including but not limited to those assets frozen pursuant to the temporary restraints;

7. Permanently freezing all of the assets that were being held in the 13 investment accounts of the nominal defendants at Merrill Lynch (the "investment accounts") on the date of this Order and enjoining the nominal defendants, their officers, directors, shareholders, employees, agents, attorneys, successors, subsidiaries and affiliates, and all persons who receive actual or constructive notice of this order, from directly or indirectly disposing of, transferring, selling, dissipating, encumbering, liquidating, or withdrawing any assets or property owned or controlled by the securities defendants. The assets shall include, but are not limited to, assets in all bank checking and savings accounts, brokerage and trading accounts and all other assets and property of every description;

8. Permitting plaintiffs leave to take discovery from the nominal defendants directed to: (1) the nature of the business or businesses being served by the investment accounts; (2) the nature of their relationships with the securities defendants; (3) the source of all funds flowing into the investment accounts since their inception; and (4) the nominal defendants' contacts with the United States and the State of New Jersey.

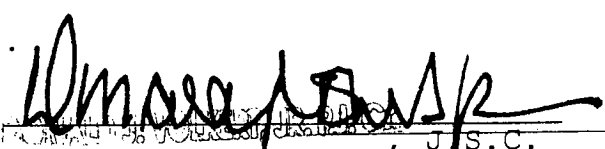
9. Awarding plaintiffs and affected third parties such other relief as the Court deems just and equitable.

SERVICE

10. The Attorney General or his designee shall serve one copy of this Order to Show Cause, Certification, and Exhibits upon all defendants or their attorneys in the manner prescribed by R. 4:4-4 or R. 4:4-6, as appropriate, or, in the alternative, upon the Bureau Chief in the manner prescribed by N.J.S.A. 49:3-73(b), no later than NOVEMBER 3, 2005.

11. No later than NOVEMBER 18, 2005, all defendants shall file with the Court and serve upon the Attorney General an answer or other responsive pleading as required by R. 4:5-1, et seq., or motion, if any, supported by answering affidavit(s) or certification(s) and brief returnable on the return date of this Order to Show Cause. All defendants may move for dissolution of the temporary restraints granted herein on notice to plaintiffs received by Deputy Attorneys General Anna Lascurain or Megan Harris, two days prior to return of the said motion for dissolution.

12. In the event the nominal defendants fail to respond to this Order to Show Cause in the manner set forth in this Order, this matter may proceed ex parte on the return date specified in this Order to Show Cause and judgment by default may be rendered against the nominal defendants for the relief demanded in Plaintiffs' First Amended Complaint.


J.S.C.

13. DEFENDANTS SHALL FILE AND SERVE
ANY OPPOSITION TO THIS ORDER TO SHOW CAUSE
ON OR BEFORE CLOSE OF BUSINESS ON NOVEMBER 18, 2005.
PLAINTIFF MAY REPLY NO LATER THAN NOVEMBER 25, 2005.